

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	: Chapter 11
DELPHI CORPORATION, <u>et al.</u> ,	: Case No. 05-44481 (RIDD)
	: (Jointly Administered)
Debtors.	:
	:
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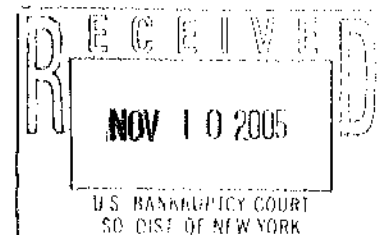
AFFIDAVIT OF LEGAL ORDINARY COURSE PROFESSIONAL
LAW OFFICES OF BRIAN C. PAULS

STATE OF INDIANA)
) ss:
COUNTY OF ALLEN)

Brian C. Pauls, being duly sworn, deposes and says:

1. I am a principal of the Law Offices of Brian C. Pauls which firm maintains offices at 919 South Harrison Street, Suite 320, Fort Wayne, Indiana 46802.
2. Neither I, the Law Offices of Brian C. Pauls, nor any partner, auditor or other member thereof, insofar as I have been able to ascertain, has any connection with the above-captioned debtors and debtors-in-possession (the "Debtors"), their creditors, or any other party-in-interest, or their attorneys, except as set forth in this affidavit.
3. The Law Offices of Brian C. Pauls has represented and advised the Debtors in the field of intellectual property, primarily the preparation and prosecution of patent applications, with respect to various aspects of the Debtors' business.
4. The Debtors have requested, and the Law Offices of Brian C. Pauls has agreed, to continue to represent and advise the Debtors pursuant to section 327(e) of title 11 of the United States Code, 11 U.S.C. §§101-1330, as amended, (the "Bankruptcy Code"), with respect to such matters. Additionally, the Debtors have requested, and the Law Offices of Brian C. Pauls proposes, to render the following services to Debtors:

Legal services in the field of intellectual property, primarily the preparation and prosecution of patent applications.
5. The Law Offices of Brian C. Pauls' current fees arrangement is to bill for legal services on an hourly rate basis. Legal fees, expenses and disbursements for



individual matters are currently billed within approximately 30 days of the completion of the individual matter.

6. Except as set forth herein, no promises have been received by the Law Offices of Brian C. Pauls or any partner, auditor or other member thereof as to compensation in connection with these chapter 11 cases other than in accordance with the provisions of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Local Rules, order of this Court, and the Fee Guidelines promulgated by the Executive Office of the United States Trustee.


7. The Law Offices of Brian C. Pauls has no agreement with any entity to share with such entity any compensation received by the Law Offices of Brian C. Pauls.

8. The Law Offices of Brian C. Pauls and its partners, auditors, and other members may have in the past represented, currently represent, and may in the future represent entities that are claimants of the Debtors in matters totally unrelated to these pending chapter 11 cases. The Law Offices of Brian C. Pauls does not and will not represent any such entity in connection with these pending chapter 11 cases and does not have any relationship with any such entity, attorneys, or accountants that would be adverse to the Debtors or their estates.

9. Neither I, the Law Offices of Brian C. Pauls, nor any partner, auditor or other member thereof, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors, or their estates in the matters upon which the Law Offices of Brian C. Pauls is to be engaged.

10. The foregoing constitutes the statement of the Law Offices of Brian C. Pauls pursuant to sections 329 and 504 of the Bankruptcy Code and Bankruptcy Rules 2014 and 2016(b).

FURTHER AFFIANT'S SAYETH NOT


Brian C. Pauls

Subscribed and sworn before me
this 7th day of November, 2005



Notary Public

RITA M. MULHOLLAND

COMMISSION EXPIRES:

JUNE 21, 2009